

22nd June, 2017

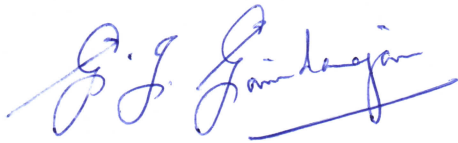
**ANNOUNCEMENT**

This is to inform that the 97th Annual General Meeting of our Company was held on Wednesday, 21st June, 2017 at 11.00 a.m. at M. C. Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubash Marg, Behind Prince of Wales Museum, Kala Ghoda, Mumbai 400 001.

All the items of business as mentioned in the Notice convening the said Annual General Meeting have been transacted and all the Resolutions (Resolutions 1 to 9) have been passed by the Shareholders with requisite majority either by remote e-voting or through voting by poll conducted at the Annual General Meeting.

A summarised report of the results of e-voting and poll is given in the Exhibit annexed.

For **KANSAI NEROLAC PAINTS LIMITED**



**G.T. GOVINDARAJAN**  
**COMPANY SECRETARY**

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## Combined Report of results of e-voting and poll - 97th AGM of Kansai Nerolac Paints Limited held on 21st June, 2017

S. No.	Resolution	Votes Cast in Favour of the Resolution	Votes Cast against the Resolution	% of Votes Cast in Favour #	Status of the Resolution
1.	Ordinary Resolution for adoption of Financial Statements for the year ended 31st March, 2017.	45,45,24,700	50	100.00	Passed with requisite majority
2.	Ordinary Resolution for declaration of normal dividend of ₹ 2.50 per share (250%), including special dividend of ₹ 0.50 per share (50%) aggregating to ₹ 3.00 ( 300%) per share for the year ended 31st March, 2017.	46,04,33,314	50	100.00	Passed with requisite majority
3.	Ordinary Resolution for re-appointment of Mr. Masaru Tanaka as a Director of the Company.	46,01,35,611	2,97,723	99.94	Passed with requisite majority
4.	Ordinary Resolution for re-appointment of Mr. Hidenori Furukawa as a Director of the Company.	46,01,35,611	2,97,723	99.94	Passed with requisite majority
5.	Ordinary Resolution to approve the appointment of B S R & Co. LLP., Chartered Accountants, as the Statutory Auditors of the Company from conclusion of this AGM till the conclusion of next AGM.	46,02,62,586	1,70,748	99.96	Passed with requisite majority
5.	Ordinary Resolution to ratify the remuneration of the Cost Auditor D. C. Dave & Co., Cost Accountants for the year ended 31 <sup>st</sup> March, 2017 as recommended by the Audit Committee and approved by the Board of Directors.	46,04,33,105	229	100.00	Passed with requisite majority
7	Ordinary Resolution to ratify the remuneration of the Cost Auditor D. C. Dave & Co., Cost Accountants for the year ending 31 <sup>st</sup> March, 2018 as recommended by the Audit Committee and approved by the Board of Directors.	46,04,33,105	229	100.00	Passed with requisite majority
8	Ordinary Resolution to approve the appointment of Mr. H. M. Bharuka as the Vice Chairman and Managing Director of the Company for the period commencing from 3rd May, 2017 and ending on 31st March, 2022 on the remuneration and perquisites as set out in the draft Agreement to be entered between the Company and Mr. Bharuka.	46,02,62,626	51	100.00	Passed with requisite majority
9	Ordinary Resolution for appointment of Mr. Katsuhiko Kato as a Director of the Company.	46,01,12,694	3,20,640	99.93	Passed with requisite majority



Note - # Rounded off to 2 decimals.